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DIVISION OF CORPORATIONS

West.

Omar David Sanchez Law Offices of David H. Pollack, LLC 540 Brickell Key Drive - Suite C-1 Miami, Florida 33131 (786) 486-7008

January 7, 2006

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Subject: GeoDelarosa Enterprises Corporation

To Whom It May Concern:

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$87.50 representing filing fee, certified copy and certificate of status from the name and address listed above.

Very truly yours

Omar David Sanchez

#### ARTICLES OF INCORPORATION

06 JAN -9 AM 9: 57

OF

#### GEODELAROSA ENTERPRISES CORPORATION

The undersigned incorporator for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

#### **ARTICLE I - NAME**

The name of this Florida corporation shall be:

GeoDelarosa Enterprises Corporation

#### **ARTICLE II - ADDRESS**

The Corporation's mailing address is:

1040 East 26<sup>th</sup> Street - Suite C Hialeah, Florida 33013

#### ARTICLE III -REGISTERED AGENT

The name and address of the Corporation's registered agent is:

David H. Pollack, Esq.
Law Offices of David H. Pollack, LLC
540 Brickell Key Drive - Suite C-1
Miami, Florida 33131

#### ARTICLE IV - DIRECTORS

The name of each member of the Corporation's Board of Directors is:

Giovanni De La Rosa 1040 East 26<sup>th</sup> Street - Suite C Hialeah, Florida 33013

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

#### ARTICLE V -CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One thousand shares (1,000) of one Dollar (\$1.00) par value, common stock, which shall be designated "common shares."

## **ARTICLE VI - INCORPORATOR**

The name and address of the incorporator is:

Omar David Sanchez
Law Offices of David H. Pollack, LLC
540 Brickell Key Drive - Suite C-1
Miami, Florida 33131

#### ARTICLE VIII - CORPORATE EXISTENCE

These Articles of Incorporation shall become effective and the corporate existence will begin on January 9, 2006.

The undersigned incorporator executed these Articles of Incorporation on January 7, 2006.

Omai David Sanchez
Law Offices of David H. Pollack, LLC

540 Brickell Key Drive - Suite C-1

Miami, Florida 33131

SECRETARY OF STATE DIVISION OF CORPORATIONS

# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE JAN -9 AM 9: 57

#### Corporation:

GeoDelarosa Enterprises Corporation

## Registered Agent/Office:

David H. Pollack, Esq. Law Offices of David H. Pollack, LLC 540 Brickell Key Drive - Suite C-1 Miami, Florida 33131

I agree to act as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

David H. Pollack, Esq.

by Omar David Sanchez as attorney-in-fact

Date: January 7, 2006